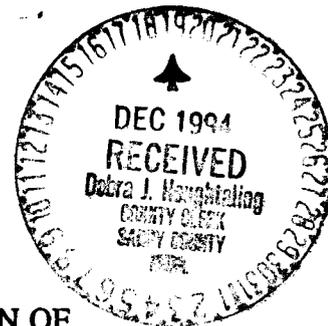


IN THE DISTRICT COURT OF SARPY COUNTY, NEBRASKA



IN THE MATTER OF

) DOC. 9470 PAGE 1815

SANITARY AND IMPROVEMENT
DISTRICT NO. 171 OF SARPY
COUNTY, NEBRASKA

) PETITION FOR DECLARATION OF
) FORMATION OF SANITARY AND
) IMPROVEMENT DISTRICT

COMES NOW the undersigned Petitioners and allege as follows:

I.

The undersigned are the owners of all of the real estate described on Exhibit "A" attached hereto and by this reference made a part of this petition.

II.

The undersigned petitioners have, on this date, filed with the Clerk of the District Court of Sarpy County, Nebraska duly executed Articles of Association forming the Sanitary and Improvement District described in the caption hereof, which District embraces the foregoing described real estate.

III.

Your petitioners allege that all of the provisions of Section 31-727 to 31-780 R.R.S. Neb. 1943, as amended, have been fully complied with and that said District should be found and decreed to be a Sanitary and Improvement District under Sections 31-727 to 31-780, as amended, of the Revised Statutes of the State of Nebraska.

WHEREFORE, your petitioners pray:

1. That the Court find that all of the owners of the real estate described herein and embraced within said District have duly executed this petition.

2. That the court find and decree that the Sanitary and Improvement District described in the caption hereof, the same being Sanitary and Improvement District No. 171 of Sarpy County, Nebraska has been duly organized and constitutes a Sanitary and Improvement District under Sections 31-727 to 31-780 R.R.S., Neb. 1943, as amended, and is entitled, therefore, to all rights, powers and privileges granted by law to such districts and that the five persons nominated as Trustees in the Articles of Association be declared to be the Board of Trustees of said District.

EXECUTED this 14th day of December, 1974.

Charles G. Smith, Ronald E. Smith,
Thomas E. Smith, Arlene A. Boyd and
Jacqueline J. Kuper

By Robert C. Doyle
Robert C. Doyle, #11084
Walsh, Fullenkamp & Doyle
11440 West Center Road
Omaha, NE 68144

Their Attorney

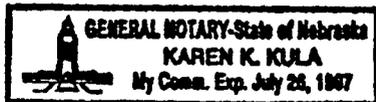
STATE OF NEBRASKA)
) ss.
COUNTY OF SARPY)

ROBERT C. DOYLE, being first duly sworn upon oath, deposes and states that he is one of the duly authorized attorneys for the foregoing petitioners; that he has read the foregoing petition, knows the contents thereof and that the facts stated therein are true as he verily believes.

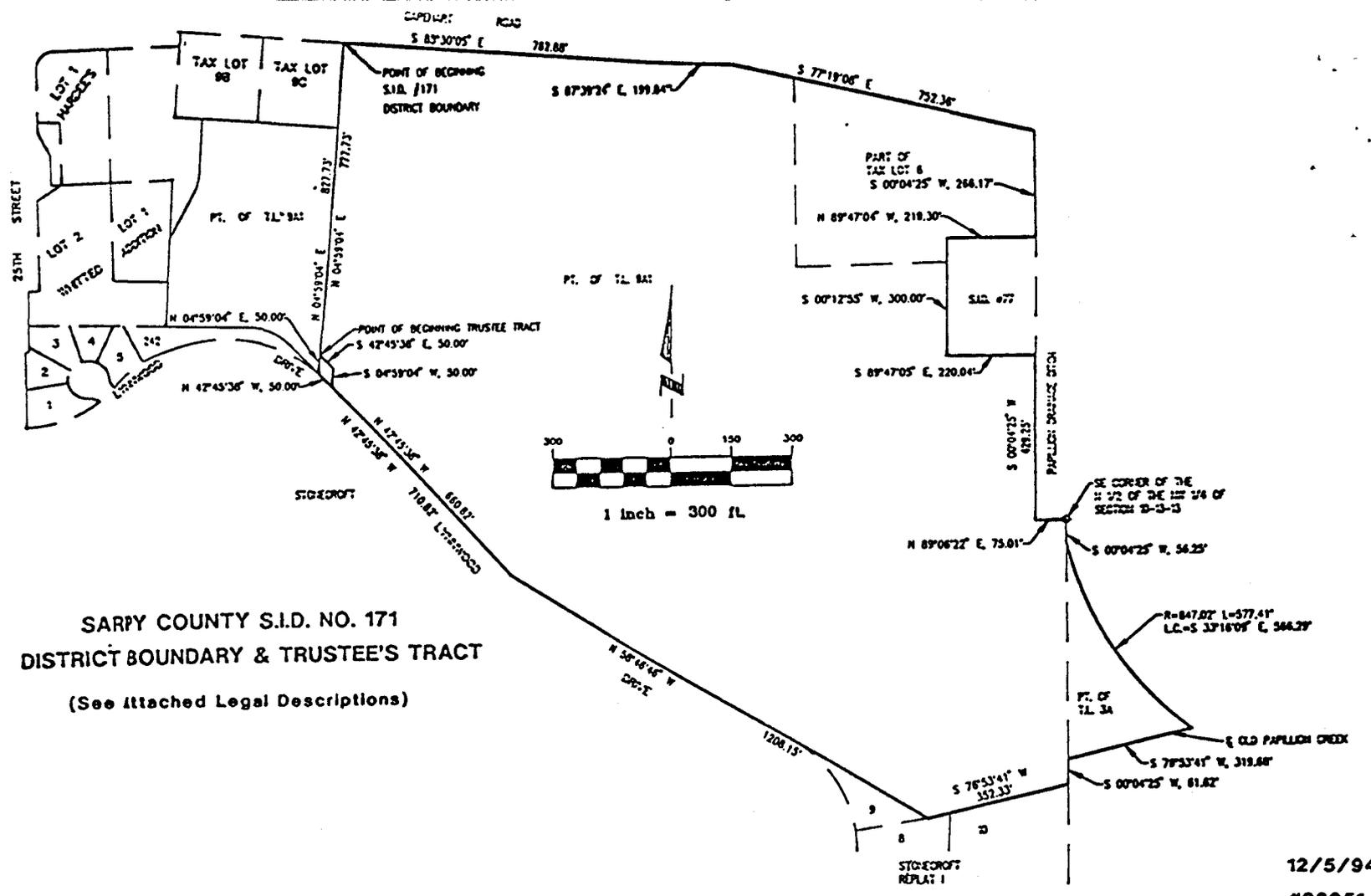
Robert C. Doyle
ROBERT C. DOYLE

SUBSCRIBED and sworn to before me this 14th day of December, 1974.

Karen K. Kula
Notary Public



Exh. B. + "A"



12/5/94
#92051

**ARTICLES OF ASSOCIATION
OF
SANITARY AND IMPROVEMENT DISTRICT NO. 171
OF SARPY COUNTY, NEBRASKA**

We, the undersigned, do hereby associate ourselves together for the purpose of forming a Sanitary and Improvement District under the provisions of Sections 31-727 to 31-780, inclusive, of the Reissued Revised Statutes of the State of Nebraska, 1943, as amended, and do hereby adopt the following Articles of Association.

ARTICLE I

The name of this District shall be Sanitary and Improvement District No. 171 of Sarpy County, Nebraska.

ARTICLE II

This District shall have perpetual existence.

ARTICLE III

The limits of this District and the area embraced therein shall be described on Exhibit "A" attached hereto and by this reference made a part hereof.

ARTICLE IV

The undersigned subscribers are the owners of all of the property in said proposed District and each of the undersigned has set out immediately opposite their respective names their several places of residence or business addresses.

ARTICLE V

The description of the several tracts of land situated in the District owned by the undersigned subscribers is hereinafter set out opposite the name of each undersigned.

ARTICLE VI

There are no owners of property within the District who have not joined in the execution of these Articles of Association nor are there any unknown owners of real estate embraced within the District.

ARTICLE VII

The purpose of this District shall be acquiring, installing, repairing, maintaining, renewing, operating and replacing electrical service lines and conduits, a sewer system, a water system, a system of sidewalks, public roads, streets and highways, to contract for fire protection

and for resale to the residents of the District, to contract for gas and electricity, to contract for street lighting for the public streets and highways within the District and to acquire, improve, and operate public parks, playgrounds and recreational facilities and to install and maintain a civil defense warning system. The District shall have all of the powers and authorities as are permitted by law, to achieve the purposes hereinabove set forth, including, but not in limitation of the foregoing, the power and authority to contract with corporations, utilities companies, or municipalities for water for fire protection and for resale to the residents of the District, and for electricity and gas, for street lighting of the public streets and highways within the District and for the disposal of sewage in the use of existing sewage improvement facilities and for the operation and maintenance of electrical service lines and conduits and to enter into contracts with other governmental authorities and subdivisions per the terms and powers granted by the "Interlocal Cooperation Act" of the State of Nebraska.

ARTICLE VIII

The undersigned owners and all owners of real estate within the District are willing and obligate themselves to pay the tax or taxes which may be levied against all of the property in the District and special assessments against the real property benefited which may be assessed against them, to pay the expenses that may be necessary to install a sewer, or water system, or both a sewer and water system, the cost of contracting for fire protection and resale to the residents of the District, the cost of grading, changing grade, paving, repairing, graveling, regravelling, widening or narrowing sidewalks and roads, resurfacing or relaying existing paving, or otherwise improving any public roads, streets, or highways within the District and the cost of electricity for street lighting for the public streets and highways within the District, and the cost of installing gas and electric service lines and conduits, the cost of acquiring, improving and operating public parks, playgrounds and recreational facilities, and the cost of installing and maintaining a civil defense warning system, as provided by law and all other costs and expenses incurred by the District as provided by law.

ARTICLE IX

The powers of this District shall be all powers granted by Sections 31-727 to 31-780 R.R.S. Neb. 1943, as amended, and all powers granted to corporations by the laws of the State of Nebraska and all amendments thereto.

ARTICLE X

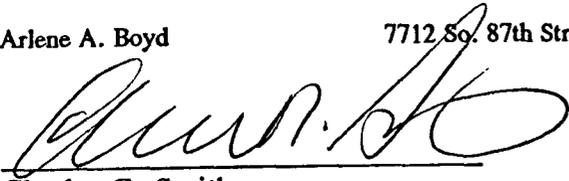
The following named persons are proposed as Trustees to serve as a Board of Trustees of the District until their successors are elected and qualified:

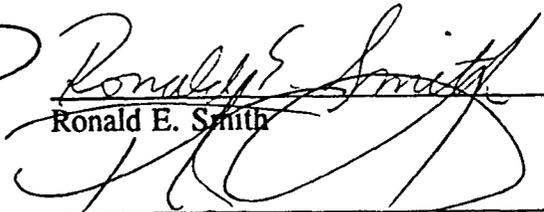
Charles G. Smith
Ronald E. Smith
Thomas E. Smith
Jacqueline J. Kuper
Arlene A. Boyd

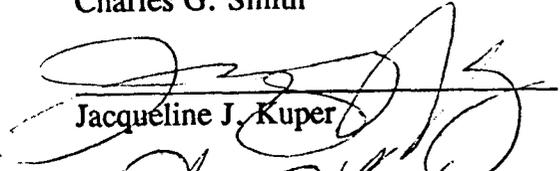
All of the foregoing Trustees are owners of real estate located in said District.

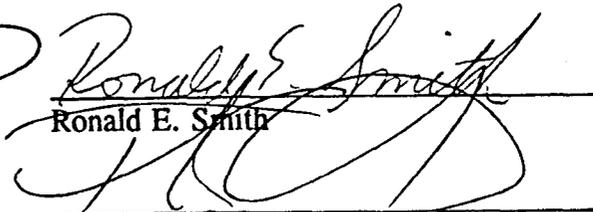
IN WITNESS WHEREOF, the undersigned, all being owners of real estate embraced within said District have executed these Articles of Association this 12th day of December, 1944.

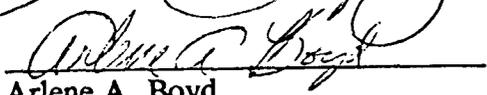
NAME	ADDRESS OF BUSINESS OR RESIDENCE	DESCRIPTION OF PROPERTY
Charles G. Smith	217 North 127th Plaza, Omaha, NE 68154	Exhibit "B"
Ronald E. Smith	4309 So. 169th Cr., Omaha, NE 68135	Exhibit "C"
Jacqueline J. Kuper	6736 So. 152nd Street., Omaha, NE 68137	Exhibit "C"
Thomas E. Smith	15268 "W" Street, Omaha, NE 68137	Exhibit "C"
Arlene A. Boyd	7712 So. 87th Street, Omaha, NE 68128	Exhibit "C"


Charles G. Smith


Ronald E. Smith


Jacqueline J. Kuper


Thomas E. Smith


Arlene A. Boyd

LEGAL DESCRIPTION
DISTRICT BOUNDARY
SARPY COUNTY SID NO. 171

Part of Tax Lot 9A1, part of Tax Lot 6 and part of Tax Lot 3A, tax lots all located in the N 1/2 of Section 10, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Beginning at the Northeast corner of Tax Lot 9C, a tax lot located in said N 1/2 of Section 10, said point also being a point on the Southerly right-of-way line of Capehart Road; thence along said Southerly right-of-way line of Capehart Road on the following described courses; thence $S85^{\circ}30'05''E$ (assumed bearing), a distance of 782.88 feet; thence $S87^{\circ}39'24''E$, a distance of 199.84 feet; thence $S77^{\circ}19'08''E$, a distance of 752.36 feet to a point on the West line of the Papillion drainage ditch; thence $S00^{\circ}04'25''W$ along said West line of the Papillion drainage ditch, a distance of 266.17 feet; thence $N89^{\circ}47'04''W$, a distance of 219.30 feet; thence $S00^{\circ}12'55''W$, a distance of 300.00 feet; thence $S89^{\circ}47'05''E$, a distance of 220.04 feet to a point on said West line of the Papillion drainage ditch; thence $S00^{\circ}04'25''W$ along said West line of the Papillion drainage ditch, a distance of 429.25 feet to a point on the South line of the N 1/2 of the NW 1/4 of said Section 10; thence $N89^{\circ}06'22''E$ along said South line of the N 1/2 of the NW 1/4 of Section 10, a distance of 75.01 feet to the Southeast corner of said N 1/2 of the NW 1/4 of Section 10, said point also being the Northwest corner of said Tax Lot 3A; thence $S00^{\circ}04'25''W$, along the East line of said NW 1/4 of Section 10, a distance of 56.25 feet; thence Southeasterly along said Westerly line of the Papillion drainage ditch, on a curve to the left with a radius of 847.02 feet, a distance of 577.41 feet, said curve having a long chord which bears $S33^{\circ}16'09''E$, a distance of 566.29 feet to a point on the South line of said Tax Lot 3A, said line also being the centerline of the Old Papillion Creek; thence $S76^{\circ}53'41''W$ along said centerline of the Old Papillion Creek, a distance of 319.68 feet to a point on said East line of the NW 1/4 of Section 10, said point also being the Southwest corner of said Tax Lot 3A; thence $S00^{\circ}04'25''W$ along said East line of the NW 1/4 of Section 10, a distance of 61.62 feet to the Northeast corner of Lot 10, Stonecroft Replat 1, a subdivision located in said NW 1/4 of Section 10, said point also being the Southeast corner of said Tax Lot 9A1; thence along the Northerly line of said Stonecroft, Replat I and also the Northerly line of Stonecroft, a subdivision located in said NW 1/4 of Section 10, said lines also being the Southerly line of said Tax Lot 9A1, on the following described courses; thence $S76^{\circ}53'41''W$, a distance of 352.33 feet; thence $N58^{\circ}46'46''W$, a distance of 1208.15 feet; thence $N42^{\circ}45'38''W$, a distance of 645.82 feet to a point on the Southerly extension of the Easterly line of said Tax Lot 9C; thence $N04^{\circ}59'04''E$ along said Southerly extension of the Easterly line of said Tax Lot 9C, and also along said Easterly line of Tax Lot 9C, a distance of 827.73 feet to the point of beginning.

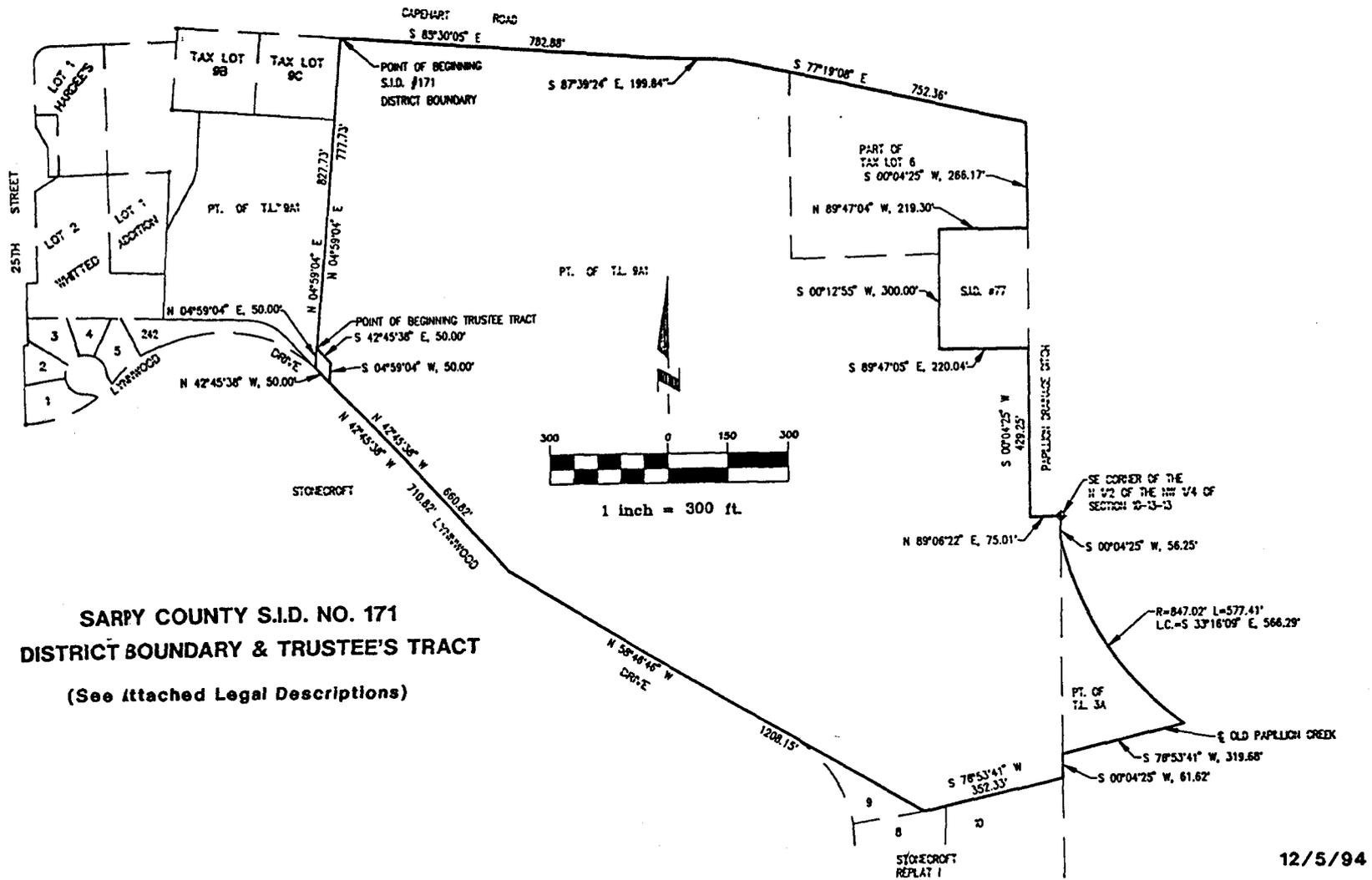
Said tract of land contains an area of 60.469 acres, more or less.

#92051
12/7/94

ELLIOTT & ASSOCIATES
5316 SOUTH 132ND STREET
OMAHA, NE 68137

Exhibit "A"

Exhibit "A"



**SARPY COUNTY S.I.D. NO. 171
DISTRICT BOUNDARY & TRUSTEE'S TRACT**
(See Attached Legal Descriptions)

Part of Tax Lot 9A1, part of Tax Lot 6 and part of Tax Lot 3A, tax lots all located in the N 1/2 of Section 10, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Beginning at the Northeast corner of Tax Lot 9C, a tax lot located in said N 1/2 of Section 10, said point also being a point on the Southerly right-of-way line of Capehart Road; thence along said Southerly right-of-way line of Capehart Road on the following described courses; thence S85°30'05"E (assumed bearing), a distance of 782.88 feet; thence S87°39'24"E, a distance of 199.84 feet; thence S77°19'08"E, a distance of 752.36 feet to a point on the West line of the Papillion drainage ditch; thence S00°04'25"W along said West line of the Papillion drainage ditch, a distance of 266.17 feet; thence N89°47'04"W, a distance of 219.30 feet; thence S00°12'55"W, a distance of 300.00 feet; thence S89°47'05"E, a distance of 220.04 feet to a point on said West line of the Papillion drainage ditch; thence S00°04'25"W along said West line of the Papillion drainage ditch, a distance of 429.25 feet to a point on the South line of the N 1/2 of the NW 1/4 of said Section 10; thence N89°06'22"E along said South line of the N 1/2 of the NW 1/4 of Section 10, a distance of 75.01 feet to the Southeast corner of said N 1/2 of the NW 1/4 of Section 10, said point also being the Northwest corner of said Tax Lot 3A; thence S00°04'25"W, along the East line of said NW 1/4 of Section 10, a distance of 56.25 feet; thence Southeasterly along said Westerly line of the Papillion drainage ditch, on a curve to the left with a radius of 847.02 feet, a distance of 577.41 feet, said curve having a long chord which bears S33°16'09"E, a distance of 566.29 feet to a point on the South line of said Tax Lot 3A, said line also being the centerline of the Old Papillion Creek; thence S76°53'41"W along said centerline of the Old Papillion Creek, a distance of 319.68 feet to a point on said East line of the NW 1/4 of Section 10, said point also being the Southwest corner of said Tax Lot 3A; thence S00°04'25"W along said East line of the NW 1/4 of Section 10, a distance of 61.62 feet to the Northeast corner of Lot 10, Stonecroft Replat 1, a subdivision located in said NW 1/4 of Section 10, said point also being the Southeast corner of said Tax Lot 9A1; thence along the Northerly line of said Stonecroft, Replat 1 and also the Northerly line of Stonecroft, a subdivision located in said NW 1/4 of Section 10, said lines also being the Southerly line of said Tax Lot 9A1, on the following described courses; thence S76°53'41"W, a distance of 352.33 feet; thence N58°46'46"W, a distance of 1208.15 feet; thence N42°45'38"W, a distance of 645.82 feet to a point on the Southerly extension of the Easterly line of said Tax Lot 9C; thence N04°59'04"E along said Southerly extension of the Easterly line of said Tax Lot 9C, and also along said Easterly line of Tax Lot 9C, a distance of 827.73 feet to the point of beginning.

Said tract of land contains an area of 60.469 acres, more or less.

EXCEPT:

Part of Tax Lot 9A1, a tax lot located in the Northwest 1/4 of Section 10, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Northeast corner of Tax Lot 9C, a tax lot located in said NW 1/4 of Section 10, said point also being a point on the Southerly right-of-way line of Capehart Road; thence S04°59'04"W (assumed bearing) along the Easterly line of said Tax Lot 9C and also along the Southerly extension of said Easterly line of Tax Lot 9C, a distance of 777.73 feet to the point of beginning; thence S42°45'38"E, a distance of 50.00 feet; thence S04°59'04"W, a distance of 50.00 feet to a point on the Northerly line of Stonecroft, a subdivision located in said NW 1/4 of Section 10, said point also being on the Southerly line of said Tax Lot 9A1; thence N42°45'38"W along said Northerly line of Stonecroft, said line also being said Southerly line of Tax Lot 9A1, a distance of 50.00 feet to a point on said Southerly extension of the Easterly line of Tax Lot 9C; thence N04°59'04"E along said Southerly extension of the Easterly line of Tax Lot 9C, a distance of 50.00 feet to the point of beginning.

Said tract of land contains an area of 0.042 acres, more or less.

EXHIBIT "B"

LEGAL DESCRIPTION
TRUSTEE'S TRACT
SARPY COUNTY SID NO. 171

Part of Tax Lot 9A1, a tax lot located in the Northwest 1/4 of Section 10, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

Commencing at the Northeast corner of Tax Lot 9C, a tax lot located in said NW 1/4 of Section 10, said point also being a point on the Southerly right-of-way line of Capehart Road; thence S04°59'04"W (assumed bearing) along the Easterly line of said Tax Lot 9C and also along the Southerly extension of said Easterly line of Tax Lot 9C, a distance of 777.73 feet to the point of beginning; thence S42°45'38"E, a distance of 50.00 feet; thence S04°59'04"W, a distance of 50.00 feet to a point on the Northerly line of Stonecroft, a subdivision located in said NW 1/4 of Section 10, said point also being on the Southerly line of said Tax Lot 9A1; thence N42°45'38"W along said Northerly line of Stonecroft, said line also being said Southerly line of Tax Lot 9A1, a distance of 50.00 feet to a point on said Southerly extension of the Easterly line of Tax Lot 9C; thence N04°59'04"E along said Southerly extension of the Easterly line of Tax Lot 9C, a distance of 50.00 feet to the point of beginning.

Said tract of land contains an area of 0.042 acres, more or less.

#92051
12/7/94

ELLIOTT & ASSOCIATES
5316 SOUTH 132ND STREET
OMAHA, NE 68137

Exhibit "C"

IN THE DISTRICT COURT OF SARPY COUNTY, NEBRASKA

IN THE MATTER OF:) DOC. 9470 PAGE 1815
)
SANITARY AND IMPROVEMENT)
DISTRICT NO. 171 OF SARPY) DECREE
COUNTY, NEBRASKA)

THIS MATTER coming on for hearing upon the duly executed Petition of the owners of all of the land included within said Sanitary and Improvement District No. 171 of Sarpy County, Nebraska, as more particularly described on Exhibit "A" attached hereto and by this reference made a part of this Decree, and upon the Articles of Association of said District duly executed by the owners of all of the land included within said District, and upon the evidence:

The Court finds:

1. That the owners of all of the real estate included within said District have executed and filed herein Articles of Association and the Petition with this Court as required by Sections 31-727 to 31-780 R.R.S., 1943, as amended.

2. That there are no owners of real estate within said District who are unknown or who are non-residents or who have failed to execute and file said Articles of Association and Petition and therefore issuance of summons or process should be dispensed with.

3. That the formation of such District will be conducive to public health, convenience and welfare of present and future owners of all of said real estate included within said District.

4. That none of said real estate is located within any municipal corporation.

5. That the five Trustees nominated in said Articles of Association are suitable persons, are owners of real estate located in said District and should be declared to be the Board of Trustees of said District to serve until their successors are duly elected and qualified.

IT IS THEREFORE, ORDERED, ADJUDGED AND DECREED AS FOLLOWS:

1. Sanitary and Improvement District No. 171 of Sarpy County, Nebraska has been duly organized according to law and is hereby declared to be a public corporation of the State

of Nebraska under Sections 31-727 to 31-780 1943, as amended, that the real estate included in said District is as heretofore described herein.

2. That the five Trustees nominated in the Articles of Association of said District are hereby ordered to be the Board of Trustees of said District to serve until their successors are duly elected and qualified.

3. That within twenty (20) days hereafter the Clerk of this Court shall transmit to the Secretary of State of Nebraska a certified copy of the record of these proceedings for filing herein as provided by law, and a certified copy of the record of those proceedings together with a plat of the real estate included in said District shall also be filed in the office of the County Clerk wherein said land is located.

Entered and Decreed this 15th day of DEC., 1994

J. A. Thompson
District Judge

SIGNED COPY

LEGAL DESCRIPTION
DISTRICT BOUNDARY
SARPY COUNTY SID NO. 171

Part of Tax Lot 9A1, part of Tax Lot 6 and part of Tax Lot 3A, tax lots all located in the N 1/2 of Section 10, Township 13 North, Range 13 East of the 6th P.M., Sarpy County, Nebraska, more particularly described as follows:

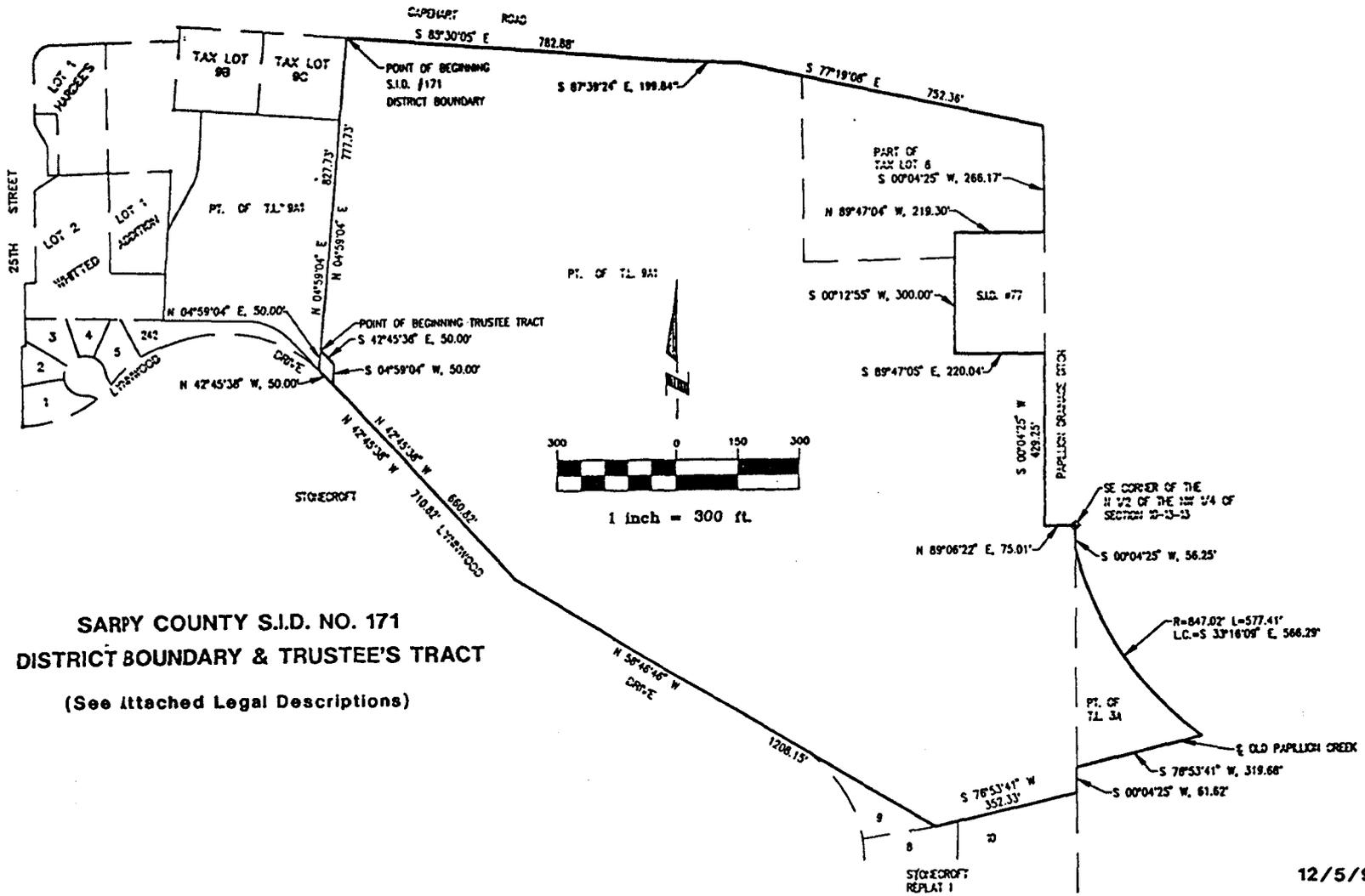
Beginning at the Northeast corner of Tax Lot 9C, a tax lot located in said N 1/2 of Section 10, said point also being a point on the Southerly right-of-way line of Capehart Road; thence along said Southerly right-of-way line of Capehart Road on the following described courses; thence S85°30'05"E (assumed bearing), a distance of 782.88 feet; thence S87°39'24"E, a distance of 199.84 feet; thence S77°19'08"E, a distance of 752.36 feet to a point on the West line of the Papillion drainage ditch; thence S00°04'25"W along said West line of the Papillion drainage ditch, a distance of 266.17 feet; thence N89°47'04"W, a distance of 219.30 feet; thence S00°12'55"W, a distance of 300.00 feet; thence S89°47'05"E, a distance of 220.04 feet to a point on said West line of the Papillion drainage ditch; thence S00°04'25"W along said West line of the Papillion drainage ditch, a distance of 429.25 feet to a point on the South line of the N 1/2 of the NW 1/4 of said Section 10; thence N89°06'22"E along said South line of the N 1/2 of the NW 1/4 of Section 10, a distance of 75.01 feet to the Southeast corner of said N 1/2 of the NW 1/4 of Section 10, said point also being the Northwest corner of said Tax Lot 3A; thence S00°04'25"W, along the East line of said NW 1/4 of Section 10, a distance of 56.25 feet; thence Southeasterly along said Westerly line of the Papillion drainage ditch, on a curve to the left with a radius of 847.02 feet, a distance of 577.41 feet, said curve having a long chord which bears S33°16'09"E, a distance of 566.29 feet to a point on the South line of said Tax Lot 3A, said line also being the centerline of the Old Papillion Creek; thence S76°53'41"W along said centerline of the Old Papillion Creek, a distance of 319.68 feet to a point on said East line of the NW 1/4 of Section 10, said point also being the Southwest corner of said Tax Lot 3A; thence S00°04'25"W along said East line of the NW 1/4 of Section 10, a distance of 61.62 feet to the Northeast corner of Lot 10, Stonecroft Replat 1, a subdivision located in said NW 1/4 of Section 10, said point also being the Southeast corner of said Tax Lot 9A1; thence along the Northerly line of said Stonecroft, Replat I and also the Northerly line of Stonecroft, a subdivision located in said NW 1/4 of Section 10, said lines also being the Southerly line of said Tax Lot 9A1, on the following described courses; thence S76°53'41"W, a distance of 352.33 feet; thence N58°46'46"W, a distance of 1208.15 feet; thence N42°45'38"W, a distance of 645.82 feet to a point on the Southerly extension of the Easterly line of said Tax Lot 9C; thence N04°59'04"E along said Southerly extension of the Easterly line of said Tax Lot 9C, and also along said Easterly line of Tax Lot 9C, a distance of 827.73 feet to the point of beginning.

Said tract of land contains an area of 60.469 acres, more or less.

#92051
12/7/94

ELLIOTT & ASSOCIATES
5316 SOUTH 132ND STREET
OMAHA, NE 68137

Exhibit "A"



SARPY COUNTY S.I.D. NO. 171
DISTRICT BOUNDARY & TRUSTEE'S TRACT
 (See Attached Legal Descriptions)

EXH. B. of "A"

12/5/94
 #92051

STATE OF NEBRASKA, }
COUNTY OF SARPY, } ss.

I, CHARLENE MARCHAND, Clerk of the District Court, in and for Sarpy County in the Second Judicial District of Nebraska, do hereby certify that the above and foregoing is a true copy of.....PETITION FOR DECLARATION OF FORMATION OF SID DISTRICT; ARTICLES OF ASSOCIATION, DECREE and NOTICE.....
.....
entered in a cause in said court wherein.....
.....
IN THE MATTER OF SID NO. 171 OF SARPY COUNTY NEBRASKA.....
plaintiff.....and.....
.....
defendant....., Docket.....9470.....Page.....1815....., as the same appear fully upon the records of said Court now in my charge remaining as Clerk aforesaid.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Court at Papillion, this.....16th.....day of December..... A.D. 1994

Charlene Marchand
CLERK

DEPUTY CLERK